

**UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF OKLAHOMA**

(1) JACOB GOLDMAN, Individually and on behalf of all others similarly situated,

Plaintiff,

v.

(1) SPIRIT AEROSYSTEMS HOLDINGS,  
INC.,  
(2) THOMAS C. GENTILE III,  
(3) JOSE GARCIA, and  
(4) JOHN GILSON,

Defendants.

Case No. 4:20-cv-00054-CVE-JFJ

Judge Claire V. Eagan

(additional captions on following page)

**STIPULATION FOR THE CONSOLIDATION OF RELATED ACTIONS,  
APPOINTMENT OF LEAD PLAINTIFF, AND APPROVAL OF COUNSEL**

(1) GARY SMITH, Individually and on behalf of all others similarly situated,

Plaintiff,

v.

(1) SPIRIT AEROSYSTEMS HOLDINGS, INC.,

(2) THOMAS C. GENTILE III,

(3) JOSE GARCIA, and

(4) JOHN GILSON,

Defendants.

(1) EMPLOYEES' RETIREMENT SYSTEM OF THE CITY OF PROVIDENCE, Individually and on behalf of all others similarly situated,

Plaintiff,

v.

(1) SPIRIT AEROSYSTEMS HOLDINGS, INC.,

(2) THOMAS C. GENTILE III,

(3) JOSE GARCIA, and

(4) JOHN GILSON,

Defendants.

Case No. 4:20-cv-00077-CVE-JFJ

Judge Claire V. Eagan

Case No. 4:20-cv-00117-CVE-FHM

Judge Claire V. Eagan

Movant Meitav Dash Provident Funds and Pension Ltd. ("Meitav"), Movant City of Miami Fire Fighters' and Police Officers' Retirement Trust ("Miami FIPO"), and Movant Gary Smith ("Smith") respectfully submit this Stipulation for the Consolidation of Related Actions, Appointment of Lead Plaintiff, and Approval of Counsel and state as follows:

WHEREAS, the above-captioned securities class actions – *Goldman v. Spirit AeroSystems Holdings, Inc., et al.*, No. 4:20-cv-00054-CVE-JFJ (N.D. Okla.); *Smith v. Spirit AeroSystems Holdings, Inc., et al.*, No. 4:20-cv-00077-CVE-JFJ (N.D. Okla.); and *Employees' Retirement System of the City of Providence v. Spirit AeroSystems Holdings, Inc., et al.*, No. 4:20-cv-00117-CVE-FHM (N.D. Okla.) (collectively, the “Related Actions”) – are brought under Sections 10(b) and 20(a) of the Securities Exchange Act of 1934, as amended by the Private Securities Litigation Reform Act of 1995 (the “PSLRA”) (15 U.S.C. §§ 78j(b) and 78t(a)) and Rule 10b-5 promulgated thereunder (17 C.F.R. § 240.10b-5), against Spirit AeroSystems Holdings, Inc. and certain of its executive officers and make common allegations across overlapping class periods;

WHEREAS, the first of the Related Actions, *Goldman v. Spirit AeroSystems Holdings, Inc., et al.*, No. 4:20-cv-00054-CVE-JFJ (N.D. Okla.), was filed on February 10, 2020, and notice, pursuant to 15 U.S.C. § 78u-4(a)(3)(A)(i), was published on February 10, 2020;

WHEREAS, the deadline for any member of the class to move for appointment as lead plaintiff was sixty days from the publication of notice, or April 10, 2020, pursuant to 15 U.S.C. § 78u-4(a)(3)(A)(i)(II);

WHEREAS, on April 10, 2020, Meitav filed a motion seeking consolidation of the Related Actions, its appointment as Lead Plaintiff, and approval of its selection of Labaton Sucharow LLP (“Labaton Sucharow”) as Lead Counsel for the class (ECF Nos. 6-8);<sup>1</sup>

WHEREAS, on April 10, 2020, Smith filed a motion seeking consolidation of the Related Actions, his appointment as Lead Plaintiff, and approval of his selection of Pomerantz LLP (“Pomerantz”) as Lead Counsel for the class (ECF Nos. 9-10);

---

<sup>1</sup> References to “ECF No. \_\_” are to filings in *Goldman v. Spirit AeroSystems Holdings, Inc., et al.*, No. 4:20-cv-00054-CVE-JFJ (N.D. Okla.).

WHEREAS, on April 10, 2020, Miami FIPO filed a motion seeking consolidation of the Related Actions, its appointment as Lead Plaintiff, and approval of its selection of Kessler Topaz Meltzer & Check, LLP (“Kessler Topaz”) as Lead Counsel for the class and Hall, Estill, Hardwick, Gable, Golden & Nelson, P.C. (“Hall Estill”) as Liaison Counsel for the class. (ECF Nos. 12-13);

WHEREAS, the PSLRA requires the appointment as lead plaintiff, the movant: (1) making a timely motion under the PSLRA’s sixty-day deadline; (2) who asserts the largest financial interest in the litigation; and (3) who also satisfies the relevant requirements of Federal Rule of Civil Procedure 23 (“Rule 23”). *See* 15 U.S.C. § 78u-4(a)(3)(B)(iii);

WHEREAS, the movants agree that Meitav possesses the largest financial interest amongst the movants and has made a preliminary showing that its claims are typical and adequate under Rule 23;

WHEREAS, the movants agree that, based on Meitav’s showing, it is the presumptively most adequate plaintiff under the PSLRA;

WHEREAS, the movants agree that Miami FIPO and Smith assert a significant financial interest in this litigation and have made a preliminary showing that their claims are typical and adequate under Rule 23.

WHEREFORE, to avoid needless litigation and conserve judicial resources, and for good cause shown, the parties request the Court to enter an Order, submitted herewith, as set forth below:

1. *Goldman v. Spirit AeroSystems Holdings, Inc., et al.*, No. 4:20-cv-00054-CVE-JFJ (N.D. Okla.); *Smith v. Spirit AeroSystems Holdings, Inc., et al.*, No. 4:20-cv-00077-CVE-JFJ (N.D. Okla.); and *Employees’ Retirement System of the City of Providence v. Spirit AeroSystems Holdings, Inc., et al.*, No. 4:20-cv-00117-CVE-FHM (N.D. Okla.) are consolidated for all purposes under Federal Rule of Civil Procedure 42(a) (the “Consolidated Action”);

2. A Master File is established for this proceeding. The Master File shall be Civil Action No. 4:20-cv-00054-CVE-JFJ. The Clerk shall file all pleadings in the Master File and note such filings on the Master Docket.

3. An original of this Order shall be filed by the Clerk in the Master File.

4. Every pleading in the Consolidated Action shall have the following caption:

---

IN RE SPIRIT AEROSYSTEMS  
HOLDINGS, INC. SECURITIES  
LITIGATION

---

Case No. 4:20-cv-00054-CVE-JFJ

5. The Court requests the assistance of counsel in calling to the attention of the Clerk of this Court the filing or transfer of any case that may properly be consolidated as part of the Consolidated Action.

6. When a case that arises out of the same subject matter as the Consolidated Action is hereinafter filed in this Court or transferred from another court, the Clerk of this Court shall:

- a. file a copy of this Order in the separate file for such action;
- b. mail a copy of this Order to the attorneys for the plaintiff(s) in the newly filed or transferred case, and to any new defendant(s) in the newly-filed case; and
- c. make the appropriate entry in the Master Docket for the Consolidated Action.

7. Each new case that arises out of the subject matter of the Consolidated Action shall be consolidated with the Consolidated Action. This Order shall apply thereto, unless a party objects to consolidation (as provided for herein), or to any provision of this Order, within ten (10) days after the date upon which a copy of this Order is served on counsel for such party by filing an application for relief, and this Court deems it appropriate to grant such application. Nothing in the

foregoing shall be construed as a waiver of Defendants' right to object to consolidation of any subsequently-filed or transferred related action.

8. Pursuant to 15 U.S.C. § 78u-4(a)(3)(B), Meitav Dash Provident Funds and Pension Ltd. is appointed Lead Plaintiff. City of Miami Fire Fighters' and Police Officers' Retirement Trust and Gary Smith are approved to serve as additional named plaintiffs; and

9. Pursuant to 15 U.S.C. § 78u-4(a)(3)(B)(v), Lead Plaintiff's selection of Labaton Sucharow LLP as Lead Counsel is approved. Additionally, Kessler Topaz Meltzer & Check, LLP and Pomerantz LLP are approved to serve as additional counsel, and Hall, Estill, Hardwick, Gable, Golden & Nelson, P.C. is approved to serve as Liaison Counsel.

IT IS SO STIPULATED.

Dated: April 21, 2020

Respectfully Submitted,

*s/ James M. Reed*  
**HALL, ESTILL, HARDWICK,  
GABLE, GOLDEN & NELSON, P.C.**  
James M. Reed, OBA No. 7466  
John W. Dowdell, OBA No. 33162  
320 South Boston Avenue, Suite 200  
Tulsa, Oklahoma 74103  
Tel: 918-594-0400  
Fax: 918-594-0505  
jreed@hallestill.com  
jdowdell@hallestill.com

*Counsel for City of Miami Fire Fighters'  
and Police Officers' Retirement Trust*

**KESSLER TOPAZ  
MELTZER & CHECK, LLP**  
Nauman A. Amjad  
Darren J. Check  
Jonathan R. Davidson  
Ryan T. Degnan  
280 King of Prussia Road  
Radnor, PA 19087  
Telephone: (610) 667-7706

*s/ William B. Federman*  
**FEDERMAN & SHERWOOD**  
William B. Federman (OBA # 2853)  
10205 N. Pennsylvania Ave.  
Oklahoma City, Oklahoma 73120  
Telephone: (405) 235-1560  
Facsimile: (405) 239-2112  
wbf@federmanlaw.com

*Counsel for Meitav Dash Provident Funds and  
Pension Ltd. and Gary Smith*

**LABATON SUCHAROW LLP**  
Christopher J. Keller  
Eric J. Belfi  
Francis P. McConville  
David J. Schwartz  
140 Broadway  
New York, New York 10005  
Telephone: (212) 907-0700  
Facsimile: (212) 818-0477  
ckeller@labaton.com  
ebelfi@labaton.com  
fmccconville@labaton.com

Facsimile: (610) 667-7056  
namjed@ktmc.com  
dcheck@ktmc.com  
jr@davidson@ktmc.com  
rdegnan@ktmc.com

*Counsel for City of Miami Fire Fighters' and Police Officers' Retirement Trust*

dschwartz@labaton.com

*Counsel for Meitav Dash Provident Funds and Pension Ltd.*

**POMERANTZ LLP**

Jeremy A. Lieberman  
J. Alexander Hood II  
600 Third Avenue, 20th Floor  
New York, NY 10016  
Telephone: (212) 661-1100  
Facsimile: (212) 661-8665  
Email: ahood@pomlaw.com  
jalieberman@pomlaw.com

**POMERANTZ LLP**

Patrick V. Dahlstrom  
10 South LaSalle Street, Suite 3505  
Chicago, Illinois 60603  
Telephone: (312) 377-1181  
Facsimile: (312) 377-1184  
Email: pdahlstrom@pomlaw.com

*Counsel for Gary Smith*

**CERTIFICATION OF SERVICE**

I hereby certify that on April 21, 2020, I caused a true and correct copy of the foregoing document to be electronically filed with the Clerk of the Court using the ECF system. Notice of this filing will be sent to counsel of record by operation of the Court's electronic filing system. I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge.

*s/ James M. Reed*

James M. Reed